

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In Re:

Chapter 11

DELPHI CORPORATION, et al.,

Case No. 05-44481 (RDD)

Debtors.

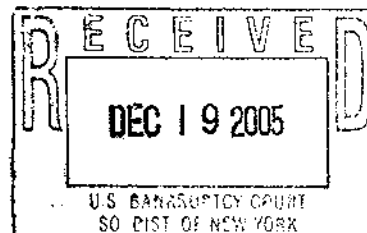
(Jointly Administered)

AFFIDAVIT OF DUE DOYLE FANNING & METZGER, LLP
ORDINARY COURSE PROFESSIONAL - LEGAL

STATE OF INDIANA)
)ss:
COUNTY OF MARION)

Michael S. Huntine, being duly sworn, deposes and says:

1. I am a principal of Due Doyle Fanning & Metzger, LLP, ("Due Doyle") which firm maintains offices at 55 Monument Circle, 900 Circle Tower Building, Indianapolis, Indiana.
2. Neither I, Due Doyle, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors"), their creditors, or any other party-in-interest, or their attorneys, except as set forth in this affidavit.
3. Due Doyle, has represented and advised the Debtors in Indiana with respect to Indiana worker's compensation issues and disputes.
4. The Debtors have requested, and Due Doyle has agreed, to continue to represent and advise the Debtors pursuant to section 327(e) of title 11 of the United States Code, 11 U.S.C. Sections 101-1330, as amended (the "Bankruptcy Code"), with respect to such matters. Additionally, the Debtors have requested, and Due Doyle proposes, to render the following services to the Debtors: Legal services concerning worker's compensation matters in Indiana.
5. Due Doyle's current fees arrangement is \$165.00/hour for work performed.
6. Except as set forth herein, no promises have been received by Due Doyle or any partner, auditor or other member thereof as to compensation in connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.



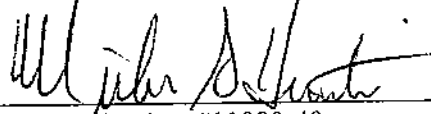
7. Due Doyle has no agreement with any entity to share with such entity any compensation received by Due Doyle.

8. Due Doyle and its partners, auditors, and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to these pending chapter 11 cases. Due Doyle does not and will not represent any such entity in connection with these pending chapter 11 cases and does not have any relationship with any such entity, attorneys, or accountants that would be adverse to th Debtors or their estates.

9. Neither I, Due Doyle, nor any partner, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors, or their estates in the matters upon with Due Doyle is to be engaged.

10. The foregoing constitutes the statement of Due Doyle pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

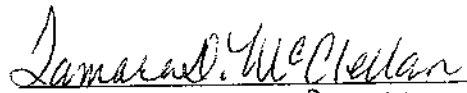
FURTHER AFFIANT SAYETH NOT



Michael S. Huntine, #11980-49
Partner, Due Doyle Fanning & Metzger, LLP

STATE OF INDIANA)
)SS:
COUNTY OF MARION)

Before me the undersigned, a Notary Public for said county and state, personally appeared Michael S. Huntine and acknowledged the execution of the foregoing on this 13th day of December 2005.



Notary Public Tamara D. McClellan

My Commission Expires: 2-3-2013
County of Residence: Hancock